

file

# THE TORONTO STOCK EXCHANGE

13/2/69

FILING STATEMENT NO. 1678.  
FILED, MARCH 7th, 1969.

## COMBINED METAL MINES LIMITED

Full corporate name of Company

Incorporated under the laws of Ontario as New Highridge Mining Company Limited, name changed by Supplementary Letters Patent in June, 1958.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

## FILING STATEMENT

Reference is made to previous Filing Statement No. 1270.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	(i) Offering to shareholders, pro rata, of rights to purchase a total of 550,134 shares of the Company, at a price of 20 cents per share on basis of one additional share for every five shares held;  (ii) Underwriting commitment, for investment purposes, to guarantee receipt by the Company of 50% of full amount which would be realizable if the full offering were subscribed;  (iii) Underwriting, for investment purposes, whereunder 199,195 shares will be purchased by the Underwriter at 20 cents per share.  (iv) Acquisition through staking of a total of 30 mining claims in the Trout-Uchi-Birch Lake area, Red Lake Mining Division, Ontario.  (See Items 6, 7 and 20)
2. Head office address and any other office address.	Suite 908, 330 Bay Street, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<p><u>M. JAMES BOYLEN</u> 35 Kingsway Cres., Toronto 18, Ontario. <u>Prospector and Company Executive PRESIDENT AND DIRECTOR</u></p> <p><u>PHILIP E. BOYLEN</u> 118 Forest Hill Road, Toronto 7, Ontario. <u>Director, Draper, Dobie &amp; Co. Ltd., Stock Brokers VICE-PRESIDENT AND DIRECTOR</u></p> <p><u>GORDON L. MOORE</u> 257 The East Mall, Apt. 207, Islington, Ontario. <u>Mining Executive, SECRETARY-TREASURER AND DIRECTOR</u></p> <p><u>CHARLES B. BRANNIGAN</u> 40 Elvaston Drive, Toronto 16, Ontario. <u>Mining Accountant, ASSISTANT SECRETARY AND DIRECTOR</u></p> <p><u>DAVID W. GORDON</u> 51 Alexander Street, Toronto, Ontario. <u>Professional Secretary, DIRECTOR</u></p>
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: \$3,500,000 divided into 3,500,000 shares without par value; Issued: 2,750,671 shares, all fully paid.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	Nil



6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.

The Company will offer to its shareholders of record at a date to be fixed by the Directors, the right to purchase at the price of 20 cents per share one additional share in the capital of the Company for every five (5) shares held at the record date. Subscriptions for fractional shares will not be accepted. The new issue will not be registered under The Securities Act of 1933 of the United States of America, and the shares will not be offered to shareholders whose recorded addresses are in the United States of America or any of its territories or possessions. The rights to purchase such shares will be transferable and will be traded in on the Toronto Stock Exchange until shortly before they expire. There is understood to be no objection to a United States shareholder selling his rights. The offering of such shares will terminate four weeks after the record date. It is expected that the record date will be established as a date in the month of March following acceptance for filing of notice of the proposed offering by the Toronto Stock Exchange and exemption from registration for the shares to be offered to the shareholders under The Securities Act, 1966 (Ontario).

Mikaris Holdings Limited (hereinafter for convenience referred to as the "Underwriter"), acting as the principal, has agreed with the Company to purchase at the said price of 20 cents per share at the termination of the aforesaid rights offering, such number of treasury shares of the Company (if any), the proceeds of which when added to the proceeds of the sale of shares upon exercise of rights of shareholders will provide the Company with the sum of \$55,013.40, being 50% of the amount which would be realized by the Company if all of the shares to be offered were subscribed for.

Any shares which the Underwriter may be required to purchase under its aforesaid commitment may be offered in primary distribution thereafter only in accordance with the provisions of The Securities Act, 1966 (Ontario). If called upon to do so by the Underwriter, the Company must file a Statement of Material Facts respecting such shares.

The Company is applying to the Ontario Securities Commission for an exemption from registration under The Securities Act, 1966 for the shares which shall be purchased by shareholders of the Company under the rights offering.

Mikaris Holdings Limited aforesaid, acting for investment purposes and as the principal, has agreed that at the termination of the aforementioned offering of rights, Mikaris will purchase from the Company 199,195 shares at 20 cents per share.

The shares to be purchased by Mikaris Holdings Limited under the last mentioned underwriting agreement, together with any shares which the said underwriter may be called upon to purchase at the end of the rights offering, pursuant to its above commitment, and any shares of the Company presently held by Mikaris Holdings Limited, will not be sold or distributed for a period of six months from their acquisition and thereafter only under a Statement of Material Facts.

Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.

Those who have any interest, direct or indirect, in the two underwriting agreements referred to in Item 6 hereof are those who are the shareholders of Mikaris Holdings Limited, the Underwriter named therein. Such shareholders are David W. Gordon, 51 Alexander Street, Toronto 5, Ontario; Philip E. Boylen, 118 Forest Hill Road, Toronto 7, Ontario; and James A. Boylen, R.R. #2, Malton, Ontario.

David W. Gordon is a Director of Combined Metal Mines Limited and Philip E. Boylen is a Vice-President and a Director thereof.

8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	Not applicable										
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The Company is assured receipt of at least \$55,013.40 from the aforementioned offering of rights to shareholders to buy additional shares, and the supporting commitment by way of guarantee of receipt of such amount. In addition the Company will receive \$39,839 through the sale of 199,195 shares at 20 cents each to the Underwriter.</p> <p>The Company intends to use these funds to carry out preliminary exploration on newly staked mining claims in the Trout - Uchi - Birch Lakes area of the Red Lake Mining Division of Ontario, and to do deep drilling to test the 36 claim group adjoining the Brunswick Mining &amp; Smelting property near Bathurst, N.B.</p> <p>In his report dated January 20, 1969, C.T. Ritchie, P.Eng., estimates that \$25,000 might be sufficient to cover the preliminary exploration on the Red Lake area claims, and that the New Brunswick diamond drilling would cost about \$25,000. Reference is made to the said Report, parts of which are reproduced herewith.</p> <p>The Company may also stake other claims or take participation in exploration ventures, to the extent possible with funds available to the Company after completion of the foregoing program, provided that particulars of such new venture will be furnished to the Toronto Stock Exchange.</p>										
10. Brief statement of company's chief development work during past year.	The Company has participated to the extent of a 10% interest, and at an acquisition cost to the Company of \$7,200, in the staking and preliminary examination of 1,080 mineral claims on Victoria Island, Northwest Territories. The Company retains its property near Bathurst, N.B. (36 claims) and 16 patented claims in McGarry Township, Larder Lake, Ontario. No exploration was done last year.										
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Not applicable										
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable										
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	90,000 shares are in escrow with Guaranty Trust Company of Canada at Toronto, and require the prior consent of the Toronto Stock Exchange before any release pro rata to registered holders.										
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<table> <tbody> <tr> <td>Lanson Holdings Limited 330 Bay Street, Toronto, Ontario</td> <td>45,000 shares</td> </tr> <tr> <td>Walter Leamy, Noranda, Quebec</td> <td>11,700 shares</td> </tr> <tr> <td>Gaston Dumas, Noranda, Quebec</td> <td>10,000 shares</td> </tr> <tr> <td>Henry Belanger, Noranda, Quebec</td> <td>10,000 shares</td> </tr> <tr> <td>Claude McGuire, Noranda, Quebec.</td> <td>13,300 shares</td> </tr> </tbody> </table>	Lanson Holdings Limited 330 Bay Street, Toronto, Ontario	45,000 shares	Walter Leamy, Noranda, Quebec	11,700 shares	Gaston Dumas, Noranda, Quebec	10,000 shares	Henry Belanger, Noranda, Quebec	10,000 shares	Claude McGuire, Noranda, Quebec.	13,300 shares
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Henry Belanger, Noranda, Quebec	10,000 shares										
Claude McGuire, Noranda, Quebec.	13,300 shares										

# FINANCIAL STATEMENTS

COMBINED METAL MINES LIMITED  
(Incorporated under the Laws of Ontario)  
BALANCE SHEET - DECEMBER 31, 1968

## ASSETS

Current	
Cash	\$19,628.36
Accounts receivable	<u>465.71</u>
	<u>20,094.07</u>
Investments	
Shares of other mining companies	
- schedule 1	357,234.38
Mining properties at cost	
- schedule 2	224,897.41
Deferred development and administrative expenses	
- schedule 3	<u>273,361.00</u>
	<u>\$875,586.86</u>

## LIABILITIES

Current	\$ Nil
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## SHAREHOLDERS' EQUITY

Capital Stock	
Authorized	
3,500,000 shares of no par value	
Issued	
2,750,671 shares	1,612,667.70
Deficit (unchanged from April 1, 1968)	<u>737,080.84</u>
	<u>875,586.86</u>
APPROVED ON BEHALF OF THE BOARD :	<u>\$ 875,586.86</u>

H. J. Blyth Director

S. P. Ference Director

PREPARED WITHOUT AUDIT.

We hereby certify that there have been no material changes in the items on the Balance Sheet of the Company since date of said Balance Sheet dated December 31, 1968 and date of the Company's Filing Statement dated February 10, 1969.

COMBINED METAL MINES LIMITED

H. J. Blyth President

S. P. Ference Secretary-Treasurer.

## COMBINED METAL MINES LIMITED

## Schedule 1

SCHEDULE OF INVESTMENTS  
DECEMBER 31, 1968

		<u>Book Value</u>	<u>Market Value</u>
500,000	Atlantic Coast Copper Corporation Limited	\$328,714.63	\$260,000.00
5,833	Coniagas Mine Limited (The)	15,044.75	2,624.85
3,600	Northern Canada Mines Limited	7,935.00	3,204.00
5,000	Nudulama Mines Limited	5,450.00	800.00
820	Wesley Mines Limited	82.00	12.30
		<u>\$357,231.38</u>	<u>\$266,641.15</u>

## Schedule 2

SCHEDULE OF MINING PROPERTIES  
DECEMBER 31, 1968

In the Northwest Territories, at cost 10% interest in 1,080 Victoria Island mining claims	\$ 7,207.48
In the Province of Ontario, at cost 16 Mining claims in the Township of McGarry	99,462.63
In the Province of New Brunswick, at cost Mining license for 1,250 acres in the Parish of Bathurst, County of Gloucester	<u>118,227.30</u>
	<u>\$224,897.41</u>

STATEMENT OF SOURCE AND APPLICATION OF FUNDS  
FOR THE NINE MONTHS ENDED DECEMBER 31, 1968

<u>SOURCE OF FUNDS</u>		\$	<u>-</u>
<u>APPLICATION OF FUNDS</u>			
Acquisition of interest in mining claims		7,207.48	
Mine development and administrative expenses for the period - schedule 3		<u>13,303.54</u>	
		<u>20,511.02</u>	
<u>WORKING CAPITAL</u>			
Decrease for the period		20,511.02	
Balance at April 1, 1968		<u>40,605.09</u>	
Balance at December 31, 1968		<u>\$20,094.07</u>	
	April 1, 1968	December 31, 1968	
Current assets	\$40,805.09	\$20,094.07	
Current liabilities	<u>200.00</u>	<u>--</u>	
	<u>\$40,605.09</u>	<u>\$20,094.07</u>	

APPROVED ON BEHALF OF THE BOARD

H. J. Bayley DirectorS. Parsons Director

COMBINED METAL MINES LIMITED

Schedule 3

SCHEDULE OF DEFERRED DEVELOPMENT AND ADMINISTRATIVE EXPENSES  
FOR THE NINE MONTHS ENDED DECEMBER 31, 1968

Balance, April, 1 1968		\$260,057.46
Expenses for the period		
Mine development expenses		
Surface exploration	\$7,227.50	
Mining licenses and renewals	369.36	
Taxes and fees	260.92	
		\$7,857.78
Administrative expenses		
Advertising	100.91	
Capital and place of business tax	50.00	
Directors' attendance fees	1,500.00	
Filing fees	35.00	
General expenses	27.15	
Head office administration	2,250.00	
Legal and audit	100.00	
Postage	9.43	
Printing, stationery and supplies	17.36	
Reports to shareholders	1,405.63	
Transfer agent and registrar fees	795.35	
		6,290.83
Interest and rental income		845.07
		5,445.76
		13,303.54
		\$273,361.00

# ENGINEER S REPORT

~~CONFIDENTIAL~~  
NOTE-The following are excerpts from a report by C. T. Ritchie, B.Sc., P.Eng., dated January 20th, 1969, on the mining property in the Bathurst Area in the Province of New Brunswick. A copy of this report is on file with The Toronto Stock Exchange.

## NARRATIVE SUMMARY

Combined Metal Mines Limited is presently participating in a staking rush that has developed in the Trout-Uchi-Birch Lakes area of the Red Lake Mining Division, Ontario, where a recent zinc-copper-silver discovery has been made. The size and definite location of the Company's acquisition cannot yet be ascertained, but an allowance of \$25,000.00 to cover preliminary exploration is recommended.

In northern New Brunswick, near Bathurst and the area's largest producing mines, the Company has thirty-six contiguous claims adjoining the property of Brunswick Mining and Smelting Corporation Limited, where No. 6 ore body lies about one mile distant.

The Brunswick ore bodies, with reserves of over 80,000,000 tons, occur in rocks similar in origin to the formations on the property of Combined Metal Mines Limited. The ore bodies occur where the rock formations have been abruptly folded, bent, or kinked.

If a kink exists on the Company's property, it may contain ore. Although geophysical surveys and shallow diamond drilling have suggested that no massive deposits lie near the surface, the top of an ore body may possibly occur at depth.

The data of a magnetic survey has suggested that, in a zone near the west boundary of the property, a kink or tight fold may be present. This inferred structure has not been tested by diamond drilling. If the magnetically inferred kink contains massive sulphides, the body must apex well below the surface.

## OTHER PROPERTIES

Other than the New Brunswick property that is the main topic of this report the Company holds sixteen patented mineral claims in McGarry Township, near Larder Lake, District of Temiskaming, Ontario. Situated on Highway 66 near the Quebec boundary, the claims are numbered L-32732, L-32733, L-32734, L-32743, L-32744, L-32745, L-32746, L-40801, L-40802, L-40803, L-40804, L-40805, L-40806, L-40807, L-40808, L-33281.

Besides the two properties mentioned in the foregoing paragraph, the Company has a small (10%) interest in 1,080 mineral claims on Victoria Island, Northwest Territories. By an agreement with Grandroy Mines Limited, which holds the property in the names of the stakers, Combined Metal Mines can retain its interest in the mineral rights of any claims that may be selected by the associated corporations for specific exploration in the future. The claims will remain in good standing until various dates in April and May, 1969.



## RESULTS OF WORK (Continued)

Two diamond drill holes tested the mineralized member near the sharp turn or tight fold, but they were aimed to intersect the flank of a general syncline instead of the suggested tight fold which may possibly be similar to the ore-bearing structures of the Brunswick properties.

## RECOMMENDATIONS

For the purpose of exploring a magnetically inferred structure that may possibly contain ore at considerable depth, it is recommended that three thousand feet of AXT diamond drilling be performed.

With reference to the collar of Diamond Drill Hole No. 7, the location of the first newly recommended hole should be 300 feet magnetic south. The proposed hole, being No. 29, should be directed magnetic north, inclined 70 degrees from the horizontal, and drilled as far as underground conditions permit, at least 1,500 feet if economically reasonable. The second hole should be collared on the basis of information obtainable from the earlier one.

## ESTIMATE OF COSTS

The cost of drilling 3,000 feet in the manner recommended would approximate \$25,000.00, and this amount should be appropriated for the New Brunswick property.

Under the heading, Prospective Claims, the probability of exploring ground in the Red Lake Mining Division of Ontario was mentioned, and for the early stages of this commendable enterprise an expenditure of \$25,000.00 would seem reasonable.

The Company should therefore be prepared to spend approximately \$50,000.00 in the imminent future.

ACKNOWLEDGMENT

The results of work supervised in the field by Dr. A. B. Baldwin comprise the major basis of this report, which is commended to the Company's immediate attention.

Respectfully submitted,

*C. T. Ritchie*  
C. T. Ritchie, B.Sc., P.Eng.

Consulting Geologist

Toronto, Ontario  
January 20, 1969



C E R T I F I C A T E

I, CICERO THEODORE RITCHIE, of the City of Toronto, County of York, Province of Ontario, hereby certify:

- (1) THAT I am an independent geologist and reside at 25 Lascelles Blvd., City of Toronto, Province of Ontario.
- (2) THAT I studied physics and geology and graduated from Dalhousie University in 1938 with the degree of Bachelor of Science.
- (3) THAT I am a member of the Association of Professional Engineers of the Province of Ontario (Mining Branch).
- (4) THAT I have been engaged in mining exploration and have been practising as a mining geologist for more than twelve years.
- (5) THAT I do not have any direct or indirect interest whatsoever in the property or mining claims covered by this report, nor do I have any direct or indirect interest in the shares of Combined Metal Mines Limited, nor do I expect to receive any direct or indirect interest in the shares or mining claims held by Combined Metal Mines Limited.
- (6) THAT in no way am I associated with any official or insider of Combined Metal Mines Limited or affiliated companies.
- (7) THAT in 1965, while the latest program of diamond drilling was in progress, I visited the property discussed in the body of this report, and that in 1967 I spent several months on properties in the Trout, Uchi and Birch Lakes area of the Red Lake Mining Division.
- (8) THAT this report is based partly on my personal knowledge of the New Brunswick property and the general area, chiefly on the maps, drill logs, and exploration records of Combined Metal Mines Limited, and to some extent on publications of the Geological Survey of Canada.



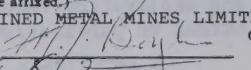
*C. T. Ritchie*  
C. T. Ritchie, B.Sc., P.Eng.

Dated at Toronto, Ontario  
January 20, 1969

15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	According to the records of the Company's stock registrar and transfer agent:																														
	Draper, Dobie & Co. Ltd., 25 Adelaide Street West, Toronto, Ontario.	186,859 shares																													
	Houston & Co., (formerly 335 Bay Street, Toronto, Ontario)	101,950 shares																													
	Doherty, Roadhouse & McCuaig Bros. Ltd., 335 Bay Street, Toronto, Ontario.	100,295 shares																													
	James Richardson & Sons, Winnipeg, Manitoba.	81,313 shares																													
	Bongard, Leslie & Co. Ltd., 20 King Street West, Toronto, Ontario.	72,730 shares																													
	Bongard & Co. Ltd., 20 King Street West, Toronto, Ontario.	69,597 shares																													
	Lanson Holdings Limited, in which M.J. Boylen, P.E. Boylen and D.W. Gordon, aforesaid, each has an interest, beneficially owns 70,803 shares registered in the name of Draper, Dobie & Co. Ltd. M.J. Boylen personally owns 28,623 shares, in street names. The beneficial owners of other street name shares as above are unknown to the Company.																														
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	The present directors, provided that they can obtain proxies from other shareholders in sufficient numbers.																														
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table> <thead> <tr> <th></th> <th></th> <th>Book Value</th> <th>Market Value</th> </tr> </thead> <tbody> <tr> <td>500,000</td> <td>Atlantic Coast Copper Corporation Limited</td> <td>\$328,714.63</td> <td>\$310,000.00</td> </tr> <tr> <td>5,833</td> <td>Coniagas Mines Limited (The)</td> <td>15,044.75</td> <td>2,916.50</td> </tr> <tr> <td>3,600</td> <td>Northern Canada Mines Limited</td> <td>7,935.00</td> <td>3,960.00</td> </tr> <tr> <td>5,000</td> <td>Nudulama Mines Limited</td> <td>5,450.00</td> <td>925.00</td> </tr> <tr> <td>820</td> <td>Wesley Mines Limited</td> <td>82.00</td> <td>8.20</td> </tr> <tr> <td></td> <td></td> <td><u>\$357,231.38</u></td> <td><u>\$317,809.70</u></td> </tr> </tbody> </table>					Book Value	Market Value	500,000	Atlantic Coast Copper Corporation Limited	\$328,714.63	\$310,000.00	5,833	Coniagas Mines Limited (The)	15,044.75	2,916.50	3,600	Northern Canada Mines Limited	7,935.00	3,960.00	5,000	Nudulama Mines Limited	5,450.00	925.00	820	Wesley Mines Limited	82.00	8.20			<u>\$357,231.38</u>	<u>\$317,809.70</u>
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18. Brief statement of any lawsuits pending or in process against company or its properties.	None																														
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None																														
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>No shares of the Company are presently in primary distribution to the public. Shares which shall be purchased by shareholders under the proposed rights offering may be offered and sold by such shareholders by way of secondary distribution.</p> <p>Shares which may be purchased by the underwriter named in Item 6 hereof, pursuant to its commitment to the Company, may be offered and sold in primary distribution only in compliance with the provisions of The Securities Act, 1966 (Ontario).</p> <p>The 199,195 shares to be purchased by Mikaris Holdings Limited as Underwriter are being purchased for investment purposes and subsequently may only be sold in accordance with The Securities Act, 1966.</p> <p>There are no other material facts.</p>																														

CERTIFICATE OF THE COMPANY DATED February 10, 1969

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

COMBINED METAL MINES LIMITED  
"M.J. Boylen"  CORPORATE SEAL

"G.L. Moore" 

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

MIKARIS HOLDINGS LIMITED

"D.W. Gordon" 

"G.L. Moore" 